

**Exhibit 6D**

**July 31, 2014 Deposition Transcript of Rip Rapson (excerpted)**

RIP RAPSON  
IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN

In re ) Chapter 9  
CITY OF DETROIT, MICHIGAN, ) Case No. 13-53846  
Debtor. ) Hon. Steven W. Rhodes

---

The Videotaped Deposition of RIP RAPSON,  
Taken at 1114 Washington Boulevard,  
Detroit, Michigan,  
Commencing at 9:02 a.m.,  
Thursday, July 31, 2014,  
Before Rebecca L. Russo, CSR-2759, RMR, CRR.

1 RIP RAPSON

2 Q. Let me be a little bit more specific with it. From  
3 the time that the bankruptcy filing occurred, Detroit  
4 bankruptcy occurred, and up until the time where you  
5 believe your conversations regarding the mediation,  
6 the mediation back and forth started --

7 A. Mmm-hmm.

8 Q. -- we're not talking about those, did you have any  
9 conversations with the folks -- did you have any  
10 conversations with anyone that you can remember  
11 regarding whether Kresge would get involved in the  
12 bankruptcy --

13 A. Oh, I see.

14 Q. -- in order to, one, preserve the collection at the  
15 DIA?

16 A. No, no.

17 Q. And prior to -- after the filing of the City of  
18 Detroit's bankruptcy and prior to the time that Kresge  
19 became involved in conversations back and forth  
20 regarding the Grand Bargain mediation, were you  
21 involved with any discussions regarding Kresge  
22 becoming involved in the bankruptcy to soften the blow  
23 to the pensioners?

24 A. No.

25 Q. When did, when did you first become aware of what's

1 RIP RAPSON

2 now become known as the Grand Bargain or the process  
3 leading towards the Grand Bargain?

4 A. I think it was at the time that Judge Rosen asked the  
5 group of foundations together and hear him out on an  
6 idea he had.

7 Q. So I take it that the way you and your organization  
8 became involved with the Grand Bargain was by Judge  
9 Rosen reaching out to you and not the opposite, you  
10 actually reaching out to Judge Rosen?

11 A. That's correct.

12 Q. And when did Judge Rosen reach out to you directly to  
13 get involved in the Grand Bargain?

14 A. I'm sorry, I don't recall what that date was, but it  
15 was, it was right at the same time that he was  
16 gathering -- I wasn't able to attend that first  
17 meeting, but I think -- didn't he gather people in his  
18 chambers? The foundation community in his chambers.  
19 I think that was really, it was in that time slot that  
20 I first became aware of it.

21 Q. And did Judge -- is the first time you considered  
22 becoming involved in the Grand Bargain, was that on a  
23 phone call where Judge Rosen contacted you personally?

24 A. No.

25 Q. When was it?

RIP RAPSON

A. It was in a, a dinner conversation I had with him.

Q. And during this dinner conversation, this is when Judge Rosen proposed that the Kresge Foundation become involved with the Grand Bargain, is that fair?

A. Yes.

Q. And I've reviewed on YouTube, of all places, a speech that you gave at Wayne State University -- maybe not a speech, but it certainly was a formal type speech, and do you remember that, that address?

A. I do.

Q. Okay. Do you remember when that was?

A. It was, what, I don't know, two-and-a-half months ago, I think.

Q. And during that address to the audience, you referenced your initial conversations with Mr. Rosen, is that fair, with Judge Rosen?

A. I don't recall, but if it's on YouTube, I'll take your word for it.

Q. And we thought about bringing it in and playing it for you.

A. Oh, that would have really been torture.

Q. Tell me if I'm right. When Judge -- during your first conversation with Judge Rosen, where he proposed that the Kresge Foundation become involved in the process

1                               RIP RAPSON

2           for the Grand Bargain, was it Judge Rosen who brought  
3           up that the involvement of the foundation should occur  
4           because it could soften the blow to the pensioners and  
5           help preserve the collection at the DIA?

6                       MR. SHUMAKER:  Objection.  This calls for  
7           communications between Judge Rosen and Mr. Rapson.  I  
8           believe this falls within the construct of the  
9           mediation order, and I would ask that the witness be  
10          instructed not to answer.

11                      If you have specific parts of the YouTube  
12          video or Mr. Rapson's statements you would want to ask  
13          him about, that's a different story.  But I think when  
14          you get to the back and forth between Mr. Rapson and  
15          Judge Rosen, you are intruding into the area protected  
16          by the mediation order.

17                      MR. KURZWEIL:  Under those circumstances,  
18          I'm going to instruct the witness not to answer that  
19          specific question.

20   BY MR. MCCARTHY:

21   Q.   And is it fair to assume that you will follow those  
22          instructions and not answer questions based on the  
23          mediation order with respect to your initial  
24          back-and-forth conversations with Judge Rosen at your  
25          initial meeting with him?

1 RIP RAPSON

2 A. Yes.

3 Q. Let me try to reframe it and see if we can do it that  
4 way. If not, I understand.

5 At 10 minutes and 45 seconds into the  
6 speech that you gave at Wayne State University on the  
7 topic of the bankruptcy, you noted to the audience  
8 that Judge Rosen asked you specifically to get  
9 involved within the Grand Bargain in order to, quote,  
10 soften the blow that pensioners might be forced to  
11 take.

12 Do you remember that?

13 MR. SHUMAKER: I'm going to object on the  
14 same line. You can ask whether he made that statement  
15 at Wayne State, but you cannot ask whether in fact  
16 that was something that Judge Rosen said to him.

17 MR. KURZWEIL: I'll instruct the witness  
18 not to answer that particular question.

19 BY MR. MCCARTHY:

20 Q. And you'll follow those instructions based on the  
21 mediation order?

22 A. Yes.

23 Q. Okay. Did you make the following statement at Wayne  
24 State in your address regarding, in part, the Detroit  
25 bankruptcy, quote: So he said, and he being Judge

1 RIP RAPSON

2 Rosen, what I want to propose is that the foundations  
3 come to the table with a solution that helps avoid  
4 having to litigate those two issues, and the solution,  
5 of course, that you all have become familiar with  
6 since then is sort of the Grand Bargain, or what he  
7 for a while was calling the art trust, in which we  
8 would try to identify an amount of money that would be  
9 sufficient to help soften the blow that the pensioners  
10 might be forced to take, and we would also try to  
11 figure out an amount that would be -- constitute  
12 sufficient consideration for the transfer of the art  
13 into a new non-profit and sort of take those issues  
14 off the table.

15 MR. KURZWEIL: Counsel, without asking to  
16 let me see a copy, are you representing that that's a  
17 complete recitation of the words spoken by the  
18 witness?

19 MR. MCCARTHY: I am, Counsel. We attempted  
20 to do our best to translate what was said at that  
21 YouTube in to this direct quote, and the direct quote  
22 was written for me from the good folks at my office.

23 MR. SHUMAKER: Then I would suggest that  
24 the witness can answer whether he recalls making the  
25 statement as Mr. McCarthy has articulated.



1 RIP RAPSON

2 A. I don't, I don't recall word-for-word, but that  
3 certainly sounds like my words.

4 BY MR. MCCARTHY:

5 Q. What did you do to prepare for your address at Wayne  
6 State, and specifically with respect to the statement  
7 that I just read? Did you do anything to prepare to  
8 make that particular statement?

9 A. If I recall correctly, I was working off of a series  
10 of schematic diagrams and I was talking to the  
11 diagrams. So I, I don't believe I was working from  
12 notes, and I know I was not working from a script.

13 Q. And those diagrams that you're referencing now, are  
14 those the diagrams you referenced that you reviewed in  
15 preparation for today's testimony?

16 A. Yes.

17 Q. And you mentioned you believe those diagrams have been  
18 produced in this case?

19 A. Yes.

20 Q. To the extent they haven't been, and I don't know,  
21 I've reviewed them, we'd ask that they be produced.  
22 We'll follow up with your counsel.

23 MR. SHUMAKER: I can state that they have  
24 been produced by the City.

25 MR. MCCARTHY: Okay.

1                               RIP RAPSON

2                               MR. SHUMAKER:   At least I should say the  
3                               schematics from Mr. Rapson have been produced.  
4                               Whether they are in fact the exact same ones that he  
5                               had at Wayne State, I do not know.

6                               THE WITNESS:   I think they are the same.

7       BY MR. MCCARTHY:

8       Q.   Mr. Rapson, so that I can maybe streamline some of the  
9                               additional questions I have, as you sit here today,  
10                              will you -- and I don't want you to answer this  
11                              question, I want to find out whether you believe these  
12                              questions, line of questions is covered by the  
13                              mediation privilege.

14                             So to the extent I ask you about the back  
15                             and forth with Mr. Rosen or any other parties who were  
16                             involved with the mediation that took place after your  
17                             initial meeting with Judge Rosen regarding the Grand  
18                             Bargain, which was at a dinner, as you referenced,  
19                             will you be able to answer those questions here today?

20                             MR. SHUMAKER:   I would be interposing an  
21                             objection to all such questions, because I believe  
22                             that back and forth would be covered by the mediation  
23                             order entered by Judge Rosen.

24                             MR. KURZWEIL:   It's my intention upon  
25                             request of counsel to instruct the witness not to

RIP RAPSON

answer.

BY MR. MCCARTHY:

Q. Is it fair to say that you will follow those instructions, Mr. Rapson?

A. To a tee.

Q. Prior to your meeting with Mr. Rosen that you've talked about here today, your initial meeting, did you have any opinion one way or the other whether softening the blow to the pensioners or transferring the art at the DIA to a new non-profit entity were issues that could tie up the bankruptcy?

A. Yes.

Q. And when did, when did you personally come to that realization?

A. There was so much writing in the, in the public press about the constitutional protection of the pensions and the likelihood that any diminution of their value would be litigated extensively, and that there were a series of issues surrounding the Detroit Institute's art collection, and whether they were held in trust or whether they were reachable by creditors, that whole suite of issues, that in turn appeared from the popular accounts to suggest that these would be issues that would be litigated for quite some time.

1                               RIP RAPSON

2                               It certainly struck me at a very lay  
3                               person's level of understanding that those two issues  
4                               were going to be tough issues to mud wrestle through  
5                               the bankruptcy.

6       Q.   Prior to your meeting with Judge Rosen, had you had  
7                               any discussions with anybody regarding how the Kresge  
8                               Foundation might get involved in the bankruptcy at all  
9                               in order to help address either of those issues, that  
10                              being softening the blow to the pensioners or  
11                              preserving the collection at the DIA?

12      A.   There were, there were no serious conversations about  
13                              specific ideas to resolve either issue.

14      Q.   So I take it, then, the point in time where you did  
15                              meet with Judge Rosen regarding potentially getting  
16                              involved with the Grand Bargain, that was the first  
17                              time that you at the Kresge Foundation gave any  
18                              serious consideration or had a serious conversation  
19                              about how the Kresge Foundation might get involved  
20                              with the bankruptcy in order to either soften the blow  
21                              to the pensioners or preserve the collection at the  
22                              DIA?

23                              MR. SHUMAKER:   Object to the form.

24      A.   Yeah, or to expedite the resolution of the bankruptcy,  
25                              yes, that was the first time.

1 RIP RAPSON

2 BY MR. MCCARTHY:

3 Q. Prior to the Grand Bargain, are you aware of any other  
4 attempts that the City made or the DIA made in order  
5 to transfer part or all of the collection at the DIA  
6 in order to preserve the collection?

7 A. No.

8 Q. And prior to the Grand Bargain, had anybody -- to your  
9 knowledge, has anybody reached out to you or the folks  
10 at Kresge in order to contribute money in order to  
11 support a transfer of part or all of the collection at  
12 the DIA?

13 A. No.

14 Q. I want to talk about -- moving aside from this and  
15 talk a little bit about some of the essential services  
16 that the City of Detroit specifically provides.

17 Does the City of Detroit need to provide  
18 decent housing to its residents, in Kresge's view?

19 A. Yes.

20 Q. And is the City currently providing decent housing?

21 A. It is, it is providing some decent housing. It is  
22 providing a lot of indecent housing, and the level of  
23 decent housing is insufficient.

24 Q. Is it fair to say that improving the level of decent  
25 housing that the City is providing to its residents is